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## Before the FEDERAL COMMUNICATIONS COMMISSION Washington, D.C. 20554

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		PEUERAL COMMUNICATIONS COMMISSION OFFICE OF THE SECRETARY
In the Matter of	)	OFFICE OF THE SECRETARY
MOBILEMEDIA CORPORATION, et al.	) )	WT DOCKET NO. 97-115
Applicant for Authorizations and Licensee of Certain Stations in Various Services	)	
Applications of	)	
MOBILEMEDIA CORPORATION and ARCH COMMUNICATIONS GROUP, INC. for Transfer of Control of Their Radio Licenses	)	File No.
	,	

To: The Commission

APPLICATIONS FOR TRANSFER OF CONTROL AND PETITION TO TERMINATE AND FOR SPECIAL RELIEF

**VOLUME II** 

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FEDERAL COMMUNICATIONS COMMISSION APPROVED BY OMB 3660-6689 **REMITTANCE ADVICE (Continuation Sheet)** PAGE NO. 2 SECTION BB - ADDITIONAL APPLICANT INFORMATION (12) STREET ADDRESS LINE NO. 1 (3) STREET ADDRESS LINE NO. 2 14) CITY (16) ZIP CODE (15) STATE 17) DAYTIME TELEPHONE NUMBER (Include area code) (18) COUNTRY CODE (if not in U.S.A.) SECTION CC -PAYMENT INFORMATION MA) PAYMENT TYPE CODE (PTC) (ZTA) QUANTITY 22A) FEE DUE FOR (PTC) IN BLOCK 28A **KNKG815** C D 280.00 M (23A) FCC CODE 1 (24A) FCC CODE 2 228) FEE DUE FOR (PTC) IN SLOCK 208 (20B) PAYMENT TYPE CODE (PTC) (198) FCC CALL SIGNOTHER ID (21B) QUANTITY 2,205.00 C D (23B) FCC CODE 1 (24B) FCC CODE 2 (20C) PAYMENT TYPE CODE (PTC) (19C) FCC CALL SIGN/OTHER ID (21C) QUANTITY 22C) FEE DUE FOR (PTC) IN BLOCK 20C **KIA955** 280.00 С D (24C) FCC CODE 2 (23C) FCC CODE 1 190) FCC CALL SIGNIOTHER ID (200) PAYMENT TYPE CODE (PTC) 22D) FEE DUE FOR (PTC) IN BLOCK 20D (21D) QUANTITY 945.00 C 21 D (23D) FCC CODE 1 (24D) FCC CODE 2 SECTION DD - TAXPAYER INFORMATION APPLICANT TIN 2 2 0 6 3 0

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FEDERAL COMMUNICATIONS COMMISSION APPROVED BY CMB 3060-0589 **REMITTANCE ADVICE (Continuation Sheet)** PAGE NO. 8 SECTION BB - ADDITIONAL APPLICANT INFORMATION PLICANT NAME(If paying by credit card, enter name exactly as it appears on your card) (12) STREET ADDRESS LINE NO. 1 3) STREET ADDRESS LINE NO. 2 114) CITY (15) STATE (16) ZIP CODE 7) DAYTIME TELEPHONE NUMBER (Include area code) (18) COUNTRY CODE (if not in U.S.A.) SECTION CC - PAYMENT INFORMATION IZUR) PAYMENT TYPE CODE (PTC) 22A) FEE DUE FOR (PTC) IN BLOCK 2GA ZTA) QUANTITY KNKV207 C 280.00 D 23A) FCC CODE 1 (24A) FCC CODE 2 (208) PAYMENT TYPE CODE (PTC) 228) FEE DUE FOR (PTC) IN BLOCK 208 (21B) QUANTITY **WFY861** 70.00 C C Ρ М (23B) FCC CODE 1 (24B) FCC CODE 2 (20C) PAYMENT TYPE CODE (PTC) 22C) FEE DUE FOR (PTC) IN BLOCK 20C 14 630.00 C М (24C) FCC CODE 2 (23C) FCC CODE 1 HID) FCC CALL SIGNIOTHER IC (200) PAYMENT TYPE CODE (PTC) (21D) QUANTITY **WFY948** 70.00 С C 23D) FCC CODE 1 (24D) FCC CODE 2 SECTION DD - TAXPAYER INFORMATION APPLICANT TIN 2 2 2 3 5 0 6 3 0

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FCC 312  Main Form  FEDERAL COMMUNICATIONS COMM  APPLICATION FOR SATELLITE SPACE AND EARTH STA		Approved by ONIS- 3060-0678 Est. Avg. Burden Hours Per Response: 10 Hrs. ATIONS	FCC Use Only File Number: Call Sign:	
PAYOR AND FIL	ING FEE INFORM	<b>IATION</b>		
a. Payor Name  MobileMedia Communications, Inc., Debtor-in-Possessi	on		b. Daytime Telepho (201) 969	
c. Mailing Street Address or P.O. Box			d. FCC Account No	
One Executive Drive, Suite 500			0223379	712
e. City Fort Lee	f. State NJ g. Zip Code	07024	h. Country Code (if	( not U.S.A.)
i. Payment Type Code j. Quantity k. Fee Due for Payment Type Code in (i)  See associated FCC Form 159	1. Total Amount Paid	PCC Use Only		
APPLICA!	NT INFORMATIO	N		
1. Legal Name of Applicant MobileMedia License Co. L.L.C.	···		2. Voice Telephone (201) 969-	
3. Other Name Used for Doing Business (if any)			4. Fax Telephone N (201) 969-	
5. Mailing Street Address or P.O. Box One Executive Drive, Suite 500		6. City Fort Le	e	
ATTENTION: Patricia A. Gray, Esq.		7. State / Country (if NJ	not U.S.A.)	8. Zip Code 07024
9. Name of Contact Representative (If other than applicant) Nancy J. Victory, Esq.			10. Voice Telephon (202) 429	
11. Firm or Company Name Wiley, Rein & Fielding			12. Fax Telephone 1 (202) 429	
13. Mailing Street Address or P.O. Box		14. City Washin	ngton	
1776 K Street, N.W.  ATTENTION: Nancy J. Victory, Esq.		15. State / Country (if D.C.	not U.S.A)	16. Zip Code 20006
CLASSIFIC	CATION OF FILIN	G		
b2. Application for Registration of New b5. Assignment	on of License Registration at of License Registration  f Control of Registration  b8. Other	cation of Minor Modifi	ication	
18. If this filing is in reference to an existing station, enter: Call sign of station:	19. If this filing is an	amendment to a pendir application was filed:		File number of pending application:
See Exhibit 1			. ,	·

FCC 312, Main Form - Page 1 April, 1997

( ( (	(
TYPE OF	SERVICE
20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service as a Fixed Satellite b. Mobile Satellite c. Radiodetermination Satellite d. Earth Exploration Satellite	
21. STATUS: Place an "X" in the box next to the applicable status. Mark only one box.  X a. Common Carrier	22. If earth station applicant, place an "X" in the box(es) next to all that apply.  X a. Using U.S. licensed satellites b. Using Non-U.S. licensed satellites
23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Second a. Connected to the Public Switched Network b. Not contain the public Switched Network	c. 214 filings. Mark only one box. Are these facilities:  nected to the Public Switched Network  N/A
24. FREQUENCY BAND(S): Place an "X" in the box(es) next to all applicable frequency band(s).  a. C-Band (4/6 GHz)  b. Ku-Band (12/14 GHz)  c. Other (Please specify)	
TYPE OF	STATION
25. CLASS OF STATION: Place an "X" in the box next to the class of station that applies. Mark only one box  X a. Fixed Earth Station b. Temporary-Fixed Earth Station c. 12/14 GHz VSAT Network  If space station applicant, go to Question 27.  26. TYPE OF EARTH STATION FACILITY Mark only one box.  X a. Transmit/Receive b. Transmit-Only c. Receive-Only	F Other
PURPOSE OF MODIFICA	ATION OR AMENDMENT
27. The purpose of this proposed modification or amendment is to: Place an "X" in the box(es) next to all that  a authorization to add new emission designate b authorization to change emission designate c authorization to increase EIRP and EIRP of d authorization to replace antenna e authorization to add antenna f authorization to relocate fixed station g authorization to change assigned frequency h authorization to add Points of Communica i authorization to change Points of Communica j authorization for facilities for which enviro k Other (Please Specify)	ator and related service or and related service density  y(ies) tion (satellites & countries)
ENVIRONMEN	TAL POLICY
28. Would a Commission grant of any proposal in this application or amendment have a significant environment of YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. § A Dadiation Hazard Study must accompany all applications as Exhibit B for new transmitting facilities, major ma	•

ALIEN OWNERSHIP		
29. Is the applicant a foreign government or the representative of any foreign government?	YES	X NO
30. Is the applicant an alien or the representative of an alien?	☐ YES	X NO
31. Is the applicant a corporation organized under the laws of any foreign government?	☐ YES	X NO
32. Is the applicant a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	YES	X NO
33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	YES	X NO
34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as Exhibit C an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.		
BASIC QUALIFICATIONS		
35. Does the applicant request any waivers or exemptions from any of the Commission's Rules?  If Yes, attach as Exhibit D, copies of the requests for waivers or exceptions with supporting documents.  See Section II.F.	X YES	□NO
36. Has the applicant or any party to this application had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as Exhibit E, an explanation of the circumstances.	☐ YES	X NO
37. Has the applicant, or any party to this application, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court?	YES	X NO
38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	YES	<b>∑</b> NO
39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceeding two items?	☐ YES	X NO
40. By checking Yes, the undersigned certifies, that neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these	X YES purposes.	□NO
41. Description. (Summarize the nature of the application and the services to be provided).	وتعاومون وموالياتها ومورور والمسبحة ومواورها و	<del> </del>
See Section II.C.		
		!

CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic the previous use of the same, whether by license or otherwise, and requests an authorization in application would not cause the applicant to be in violation of the spectrum aggregation limit in and are incorporated herein as if set out in full in this application. The undersigned, individually application and in all attached exhibits are true, complete and correct to the best of his or her known as the content of the same and correct to the best of his or her known as the content of the same and correct to the best of his or her known as the content of the same and correct to the best of his or her known as the content of the same and correct to the best of his or her known as the content of the same and correct to the best of his or her known as the content of the same and correct to the best of his or her known as the content of the same and the correct to the best of his or her known as the content of the same and the correct to the best of his or her known as the content of the same and the correct to the best of his or her known as the content of the same as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best of his or her known as the correct to the best	accordance with this application. The applicant certifies that grant of this 47 CFR Part 20. All statements made in exhibits are a material part hereof y and for the applicant, hereby certifies that all statements made in this
42. Applicant is a (an): (Place an "X" in the box next to applicable response.)	
a. Individual b. Unincorporated Association c. Partnership X d. Corporation	e. Governmental Entity f. Other (Please specify)
43. Typed Name of Person Signing	44. Title of Person Signing
Joseph A. Bondi	Chairman - Restructuring
45. Signature	46. Date
AA Bonk	September 1, 1998
WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUN (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY S Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section	IISHABLE BY FINE AND/OR IMPRISONMENT STATION AUTHORIZATION (U.S. Code, Title 47, 1503).

FEDERA	L COMMUNICAT	TIONS COMMISSI	ON		FCC Use	Only		
	FCC 312 - Sci							
	(Place an "X" in one of ti	ne blocks below)			ļ			
X CONSENT TO TRANSFER OF	CONTROL	CONSENT TO AS	SIGNMENT OF	LICENSE	- I			
OF RECEIVE ONLY REGISTR	R OF CONTROL [	OF RECEIVE ON	OF ASSIGNMEN LY REGISTRAT	T TON				
A1. Name of Licensee or Registrant					A2. Voic	e Telephone Number		<del></del>
MobileMedia Paging, Inc., Debt	or-in-Possession					<u> </u>	12-5151	
A3. Mailing Street Address or P.O. Box 2101 Wilson Boulevard, Suite 9	35				A4. Fax	Telephone Number		
ATTENTION:	33					(703) 3	12-5155	
A5. City				A6. State / Count		A.) A7. Zip		
Arlington	<del></del>			<u> </u>	VA		2	2201
A8. List Call Sign(s) of station(s) being assigned or tran	sfered						[	A9. No. of station(s) listed
		See Exhil	bit 1					4
A10. Name of Transferor/Assignor (if different than lic			A15. Name of Trans	•			<del></del>	<del> </del>
MobileMedia Corporation, Debte A11. Mailing Street Address or P.O. Box	or-in-Possession		I			munications (	Group, I	nc.
One Executive Drive, Suite 500			A16. Mailing Street 1800 We	st Park Drive		0		
A12. City Fort Lee	A13. State/Country NJ	A14. Zip Code 07024	A17. City Westbor	ough		A18. State/Country MA	Al	9. Zip Code 01581
A20. If these facilities are licensed, is the tra						YES	· · · · · · · · · · · · · · · · · · ·	NO
If Yes, attach as Exhibit F, a statement	(including organization	onal diagrams where a	ppropriate) which	fully and comp	etely	رجي		•
identifies the nature and extent of conti- entity and any intermediate subsidiarie	s or parties; and (2) th	e names, addresses, cit	tizenship, and the	percentages of v	ontroung oting and	See Sec	ction VI	I.D.
equity stock of those stockholders hold	ing 10 percent or mor	e of the controlling co	rporation's voting	stock.				
A21. If these facilities are licensed, attach as	Exhibit G, a complete	statement setting fort	h the facts which	show how the as	signment o	r transfer will se	rve the pu	ıblic interest. *
		CERTIF						*See Section IV.
1. The undersigned, individually and for lice are true, complete and correct to the best of h	isee, certifies that all	attached exhibits pertin	nent to Schedule A	and all statement	ents made in	Schedule A of the	this applic	cation
complete and constitute the full agreement.	is/fici kilowicuge aliu	benci. The undersign	led also certifies th	ial ally colliacts	of office in	suuments suoim	illed Heres	vitir arc
2. The undersigned represents that stock will	not be delivered and	hat control will not be	transferred until t	he Commission	's consent h	as been received	hut that	transfer of
control or assignment of license will be comp	eleted within 60 days	of Commission consen	t. The undersigne	ed also acknowle	edges that the	ne Commission r	nust be no	otified by letter
within 30 days of consummation.  A22. Printed Name of Licensee (Must agree with A1)	A23. Signature			A24 T	tle (Office He	ld by Person Signing	<u>,)</u>	A25. Date
MobileMedia Paging, Inc.,		1 K	1	1		n - Restructuring		
Debtor-in-Possession	1 1 V	A Los	La	A 20 T		<b>_</b>		9/1/98 A29. Date
A26. Printed Name of License Transferor/Assignor (If different than licensee, Must agree with A10)  MobileMedia Corporation,	A27. Signature	1 1/2	/	A28. 11		d by Person Signing		A27. Date
Debtor-in-Possession	1 / 1/1	1 I and	^			n - Restructuring		9/1/98
A30. Printed Name of License Transferee/Assignee (Must agree with A15) New Shareholders of Arch	A31. Signature			A32. Ti		d by Person Signing e Vice President		A33. Date
Communications Group, Inc.				Te		nd Regulatory A		

FCC 312 - Schedule A April, 1997

	001414111			_	FCC L	ise Only		
FEDERAL		CATIONS COMMIS Schedule A	SSION		†	*		======
		of the blocks below)						
	TROL	CONSENT TO	O ASSIGNMENT OF	FLICENSE				
NOTIFICATION OF TRANSFER OF		Second Se						
OF RECEIVE ONLY REGISTRATION		OF RECEIVE	ON OF ASSIGNME ONLY REGISTRA	ΓΙΟΝ	1			
Name of Licensee or Registrant	·				A2. Vo	ice Telephone Number		
3. Mailing Street Address or P.O. Box					A4 Fa	r Telephone Number		
		-						
ATTENTION: 5. City				A6. State / Country (if	2011154	`	A7. Zip Code	
5. Cny		and the second seconds are a second s		Ao. State / Country (II)	noi U.S.A.	,	A7. Zip Code	
8. List Call Sign(s) of station(s) being assigned or transfered							A9. No. of sta	
10. Name of Transferor/Assignor (if different than licensee of	or registrant)		A15. Name of Transf	eree/Assignee				
			New Sharehol	ders of Arch Co	mmunio	cations Group,	Inc.	
11. Mailing Street Address or P.O. Box			A16. Mailing Street A					
12. City	13. State/Country	A14. Zip Code	A17. City	Park Drive,	Sui	A18. State/Country	A19. Zip Code	
7.	115. Sallo County	Z.p Cook	Westborou	gh		MA	01581	
20. If these facilities are licensed, is the trans If Yes, attach as Exhibit F, a statement (in identifies the nature and extent of control entity and any intermediate subsidiaries of equity stock of those stockholders holding	icluding organization including: (1) the parties; and (2)	ational diagrams where he name, address, citize the names, addresses,	e appropriate) which a enship, and primary b , citizenship, and the	fully and completely usiness of the contro percentages of voting	olling	X YES See Section	NO VII.D	
21. If these facilities are licensed, attach as E	xhibit G, a comp	lete statement setting f	forth the facts which s	how how the assign	ment or	transfer will serve	the public interest	t. *
		CERT	IFICATION	·		* See Se	ction IV	
The undersigned, individually and for license implete and correct to the best of his/her known stitute the full agreement.	ee, certifies that a ledge and belief.	all attached exhibits pe The undersigned also	ertinent to Schedule A certifies that any con	and all statements r tracts or other instru	nade in ments s	Schedule A of this submitted herewith	s application are tra are complete and	ue,
The undersigned represents that stock will no ontrol or assignment of license will be completed ithin 30 days of consummation.								भ
2: Printed Name of Licensee (Must agree with A1)	A23. Signatu	ıre		A24. Title (Office Held b	y Person S	Signing)	A25. Date	
26. Printed Name of License Transferor/Assignor (If different than licensee. Must agree with A10)	A27. Signatu	ITE		A28. Title (Office Held b	y Person S	Signing)	A29. Date	
90. Printed Name of License Transferee/Assignee (Must agree with A15) New Shareholders of	A31. Signatu	ire A A		A32. Title (Office Held be Executive Vic	y Person S e Pre	Signing) sident,	A33. Date	
rch Communications Group, Inc.	1 en	Many		Technology an		· · · · · · · · · · · · · · · · · · ·	irs   AUG 2 (	6 <b>1996</b>

## **AUTHORIZATIONS TO BE TRANSFERED**

MobileMedia Paging, Inc., Debtor-In-Possession, currently holds the authorizations, or has pending applications, for the call signs listed below in the Domestic Satellite Earth Station Service (DSE). As part of the proposed transaction, these likense interests will be reorganized into a new affiliate, MobileMedia License Co. L.L.C.. Accordingly, after closing, MobileMedia License Co. L.L.C. will be the new licensee of these call signs. See Section II.C.

E930331 E940174 E960014 E960377

In preparation of this filing, Applicant has carefully reviewed its license database and other available records. In addition, Applicant has made every effort to consult and review the Commission's publicly available records. As a result, the information contained in this application, including this schedule of licenses, has been deemed to be true and correct to the best of Applicant's knowledge, information and belief. Nevertheless, it is possible that errors in the Applicant's or Commission's records or simple clerical mistakes may have resulted in some unintended inaccuracies in the instant application. Applicant will amend or supplement this application upon the discovery of any such errors or upon the discovery of new information. By this filing, however, Applicant intends to transfer all of its FCC licenses and pending applications.

2:10:18 PM, 8/26/98 Page 1

	04 ALCOMMUNICATIONS COI ngion, DC 20554	MMISSION	Approved 3050- Est. Burde	0048	FCC	USE ONLY		
\ PPL	ICATION FOR CONSI	ENT TO TRA	NSFER OF	CONTR	OL			
	nder 47 CFR 21, 23, 25 and 101)		ons before cor	mpleting.				
	- To be completed by Permitte							
	Name of Corporate Permittee of MobileComm of the We		tor-in-Poss	ession		(See Exhil	oit 1 and	Section II.C.)
•	Mailing Street Address or P. O.				Call	Sign or Other FCC I		<del>~</del>
	2101 Wilson Boulevard,				1	-		
	Internet Address		- Imglon, v					
		11105		148-1-				~
(b) F Line	(1) (2)	ion 1.1105, the		rier or Wirele			u Fee Filing	Guides.
No.	Fee Type Code Fee Mul	Itiple Fee Due	(3) a for Fee Type	Code in (b)		USE ONLY		
1	See associated FCC Form	n 159	\$					
2			\$					
	all amounts in Column (3), lines t this amount with your applica		\$		- 1			
2. Pe	rmits or Licenses held by Corpo	oration for which				Address or P. O. Box		
	Control is sought in this applica	•	•			IN: Patricia A. Corporation, De		
(a) Ca	ul Sign (b) File Number (c) \$	ervice (d) No	o. of Stations			Drive, Suite 50		)22C22IOII
					ee, NJ 0	•		
						Address or P. O. Box	c, City, State	and ZIP Code
	See Exhibit 1			of Transferee New Shareholders of Arch Communications Group,				
						rk Drive, Suite		ctous Oroup,
				Westl	orough,	MA 01581		
	rmittee or Licensee represents: That there is attached to this o permittee or licensee compai That there is now on file with the	application as E ny.				es of incorporation	of the perm	
<u> </u>	licensee company. Indicate		FCC			Date filed: 9/20/		
Part 1 made Militul evoca sectio	CATION: The undersigned, in are a material part hereof and in Part 1 of this application are false statements made on this ation of any station license of 503).  d/Tyed Name of Permittee or	d are incorpora a true, complete application are	ited herein as and correct punishable t	if set out in to to the best on by fine and/o	ull in this a of his (her) or imprisor section 3	pplication; and ce knowledge and be ament (U.S.Code, Til 312(a)(1)), and or f	rifies that a lief. le 18, Section orteiture (U.	Il the statements on 1001), and/or \$.Code, Title 47,
icen	see (Must agree with Hem 1)	agrididie A	$\setminus$	}	IIII (OMC	e Held by Person Si	gning)	Date
	leComm of the West, Inc., or-in-Possession	1 00		4	C	hairman - Restructi	ıring	9/1/98
_	ii - To be completed by Transle	ror //						
6(a) 1	fransfer of Control will be acco	mplished by: (c	check one)	(b) Shares		No. of Shares	_	assification on, preferred, etc
	Sale or other transfer or assign (Complete Item 6(b)).	ment of stock		Shares to b	-		(CONTRACT	on, presented, esc
X	Other (e.g., voting trust agree	ment, managel	ment	Shares issue	ed .			
	contract, Court Order, etc.) See Section II.C.			Shares aut				
7. A	ttach as Exhibit No. * a state	ement on how o	control is to be			es of any pertinent	contracts (	agreements
in	struments, certifled copies of C	ourt Orders, etc	. *See Sect	ions II.C. an	d VII.A			
Comr exhibi Willul	MEATION: The undersigned mission's conset has been rece its pertinent to Part II of this app false statements made on this ation of any station license o	ived, but that to lication are true application are	ransfer must b e, complete d e <b>purishable</b> .	e complete and correct t by <b>fine and</b> /	d within 45 o the best or impriso	days if Commission of his (her) knowled n <b>ment (U.S.Code, Ti</b>	n consents; dige and be tile 18, Secti	that all attached lief. on 1001), and/or
	va €01\							
Section	on 503). d/Tyed Name of Transferor	Signature	<u> </u>		Title (Offic	ce Held by Person S	gnina)	Date
Section Printe Licen Mob		Signature				ce Held by Person 8 hairman - Restruct	-	Date

FCC 704 - Page 1 May 1998

	704 AL COMMUNICATIO ngion, DC 20654	NS COMM	SSION	3060-	by OM8 0048 n: 8 Hours	FCC U	ISE ONLY		
	JCATION FOR C					<b>L</b>			
	- To be completed by								
1(a) ħ	Name of Corporate Pe	rmittee or Lic	ensee	. Doss			(Saa Evhil	nit 1 and S	Section II.C.)
-	MobileComm of t					Call			ection II.C.)
	Mailing Street Address					Can	Sign or Other FCC to	Jei IIIIIei	
	2101 Wilson Bou	levard, Su	ite 935, Arling	gton, V	/A 22201				
	internet Address								
(b) f	ee Data. Refer to 47		1.1105, the Comm	non Cari	rier or Wireless	relecom	munications Bureau	Fee Filing G	Suides.
Line No.	(1) Foo Type Code	(2) Fee Multiple	Eee Due for F	(3)	Code in (b)(1)		USE ONLY		
1	Fee Type Code See associated F			ae iype	Code at (b)(1)	-			
2			\$						
	ail amounts in Column								
	mils or Licenses held t			nsfer	3. Name and	Street A	ddress or P. O. Box	City, State	and ZIP Code
	Control is sought in this				of Transfer	MY ATT	N: Patricia A.	Gray, Esq	<b> .</b>
(a) Ca	ull Sign (b) File Number	(c) Servic	e (d) No. of \$1	ations			Corporation, Del Drive, Suite 50		ssession
					Fort Lee			U	
						·	Address or P. O. Box	, City, State	and ZIP Code
	See Exhibit	1			of Transfe	100		-	
							ders of Arch Co k Drive, Suite 2		tions Group,
							MA 01581	230	
X	permittee or licensee That there is now on t	file with the C		rent cert	ified copy of t	ne Article	es of Incorporation	of the permi	ttee or
<u> </u>	licentee company. I	indicate whe	re filed: FCC		· · · · · · · · · · · · · · · · · · ·		Date filed: 9/20/	95	
Part 1 made Wilful revoc Sectio	FICATION: The unders are a material part to in Part 1 of this applic false statements mad attor of any station it in 503).	ereof and are truice on this applicance or co	e incorporated h e, complete and plication are puni	erein as I correct i <b>shable</b> I	if set out in ful to the best of by fine and/or ode, Title 47, 1	i in this a his (her) imprisor section 3	pplication; and ce knowledge and be i <b>ment (U.S.Code, Ti</b> l	rtifies that al lief. le 18, Sectio orfeiture (U.S	i the statements on 1001), and/or
Licen	see (Must agree with I	tem 1)			"	,	· .	·	
	ileComm of the West or-in-Possession	, inc.,				C	hairman - Restruct	uring	9/1/98
PART	II - To be completed b	y Transferor					V		
6(a)	Transfer of Control will	pe accomb	lished by: (check	one)	(b) Shares		No. of Shares	1	assification on, preferred, etc
	Sale or other transfer (Complete item 6(b)		nt of stock		Shares to be transferred				
X	Other (e.g., voting tru contract, Court Orde		nt, management		Shares issued and outstand				
	See Section				Shares author	rized			
7. A	ttach as Exhibit No. * struments, certified co	_ a stateme	ent on how contro	ol is to be See Sect	e transferred, a	nd copi	es of any perti nent	contracts, o	igreements,
CERTI Come exhib Willful revoc	FICATION: The under mission's conset has b sits pertinent to Part II of I talse statements made cation of any station I	ersigned repleted this application on this application on this application on this application on the application of the applic	resents that stood, but that transfeation are true, colpitation are pur	k will r ermust b mplete d ishable	not be deliver be completed and correct to by fine and/or	ed and within 45 the best impriso	days if Commission of his (her) knowled nment (U.S.Code, Ti	n consents; t dge and bei tte 18, Sectio	hat all attached lief. on 1001), and/o
	on 503). od/Tyed Name of Trans	steror	Signature	$\overline{}$		ite (Offic	e Held by Person S	igning)	Date
Licen	isee (Must agree with liteMedia Corporation	item 3)	A A V		1	,	hairman - Restruct	•	9/1/98
Mah									

FCC 704 - Page 1 May 1998

RT III - To be completed by Transferee		
Transferee is: (check one)  Individual Partnership X corporation Unincorporated	ASSOCIA1	ION
Attach as Exhibit No. *_ a statement of transferee's principal business. *See Section VII.D.		
Attach as Exhibit No. $\stackrel{*}{=}$ a statement of the businesses, employment, or activities, other than communications in which ansferee, each member if a partnership, and all principals if a corporation, are engaged, giving (a) nature of activity, (by tivity, and (c) hours devoted to each activity. *See Section VII.D.		
Place an "X" in the appropriate column.	YES	NO
. Is individual transferee, or if partnership each member of partnership, a citizen of the United States?	Z	/A
, is transferee or any party to this application a representative of an alien or of a foreign government?		X
. If transferee is a partnership, attach as Exhibit No one copy, properly certified of the partnership agreement, or if oral, complete details thereof.	N	'A
· If transferee is a Corporation (including joint stock companies) or Association, answer the following: a. Under laws of what State or Country is it organized? Delaware		ı
(1) Attach as Exhibit No. $\frac{*}{}$ a certified copy of the Articles of Incorporation (charter) if not heretofore on file with the Commission. *See Section VII.E.		
(2) Attach as Exhibit No. $\frac{*}{}$ the names, addresses and percentages of stock held by all principals of the corporation and by all stockholders owning and/or voting 10 percent of more of the transferee's stock. *See Section	VII.D.	
b. Is any director of officer an alien?		X
c. is more than one-fifth of the capital stock owned of record, or may it be voted, by aliens or their representatives, or by a foreign government or representatives thereof, or by a corporation organized unders the laws of a foreign government?		X
d. is transferee directly or indirectly controlled by an other corporation? If "YES", give in Exhibit Nothe names and addresses of all such controlling corporations to and including organization having final control and furnish for each all the information requested in 14a through c above.		X
e. Is transferee directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens?		X
f. is more than one-fourth of the capital stock of any controlling corporation owned of record, or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by an corporation organized under the laws of a foreign government?		X
5. Is transferee directly or indirectly interested in or affiliated with any entity or person engaged in the business of providing a public land line message telephone service? If "YES", and transferee is not a land line telephone carrier, attach as Exhibit No a statement relating the facts.		X
b. If permittee or licensee holds any Multipoint Distribution Service (MDS or MMDS) authorizations, is transferee directly or indirectly interested in or affiliated with, or has leasing arrangements with a cable television company? If "YES", submit as Exhibit No. —— a description of the relationship and a map showing overlap of boundaries of cable franchise area and MDS station's protected service area, if any.	N	Ά
7. Has transferee or any party to this application had any station authorization revoked or had any application for construction permit, license or renewal denied by the Commission? If "YES", attach as Exhibit No a statement relating all the pertinent circumstances. See Section II.B.		X
B. Has any court finally adjudged the transferee, or any person directly or indirectly controlling the transferee, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or of unfair methods of competition? If "YES", attach as Exhibit No a statement relating the facts.		X
9. Has the transferee, or any party to this application, or any person directly or indirectly controlling the transferee ever been convicted of a crime for which the penalty imposed was a fine of \$500 or more, or an imprisonment of six months or more? If "YES", attach as Exhibit No. —— a statement relating the facts.		X
D. Is transferse, or any person directly or indirectly controlling the transferse, presently a party in any matter referred to in Items 17, 18, or 19? If "YES", attach as Exhibit No a statement relating the facts.		X
I. Is transferee directly or indirectly, through stock ownership, contract, or otherwise, interested in the ownership or control of any other radio stations licensed by this Commission? If "YES", give (a) call sign and service, (b) location, and (c) name of licensee below.	X See Sec	tion VI
2. Has applicant ever been directly or indirectly interested in the ownership or control of any radio stations other than those stated in Item 21 above? If "YES", give (a) call sign and service, (b) location, and (c) name of licensee below.	X*	
*Since Transferee entered the business, it has installed and removed numerous stations.		

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ntrol of the facilities of the transferee	or connections between the trans stockholders, officers, directors,	h show how the instant proposal will be in the public interest, sferee and current or prospective subscribers. The statement , employees or individuals closely related to the management	*See IV	Section
porate permittee or licensee holds an	y authorizations for Part 21 stat	tions, answer (a) and (b) below:		
	meet the expected cost of constr	(ES", does transferee represent that it has, or has reasonable tructing any such facilities within the construction period, and	>	X
<u> </u>	ies that were authorized following	en operated less than one year; or involve facilities that have ing a random selection proceeding in which the successful than one year?	>	Х
		manala, da Aba E. II. anno a san AO	<b>&gt;</b> X	
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i301 of the Anti-Drug Abuse Act of ned represents that all the attached e ries that all the statements made in F lise statements made on this appli	1988, 21 U.S.C. Section 862, be exhibits pertinent to Part III are a Part III of this application are true cation are punishable by fine	pecause of a conviction for possession or distribution of a con a material part hereof and are incorporated herein as if set out it e, complete and correct to the best of his (her) knowledge and a and imprisonment (U.S. Code, Title 18, Section 1001) and	ntrolled subs in full in this i belief. d/or revoca	stance. The application;
rinted Name of Transferee	Signature	Title (Office Held by Person Signing)	Date	
areholders of Arch	- m Gold	Executive Vice President,		2 6 1998
	transferee represent that the informments submitted, and that said infortransferee acknowledge that, if Commission must be notified by lette CATION: Neither the applicant nor 301 of the Anti-Drug Abuse Act of ed represents that all the attached es that all the statements made in Fise statements made on this applicanse or construction permit (U.Sinted Name of Transferee	transferee represent that the information given in Part III of this apprents submitted, and that said information and contracts (if any) or transferee acknowledge that, if Commission consents, transfer of commission must be notified by letter within 10 days of consummation contracts. The applicant nor any other party to the application of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, the description of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, the description of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, the description of the Anti-Drug Abuse Act of 1988, 21 U.S.C. 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Section 862, the description of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, the description of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, the description of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, the description of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, the description of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, the description of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862,	transferee represent that the information given in Part III of this application is true and correct, including any contracts or other ments submitted, and that said information and contracts (if any) constitute the full agreement?  transferee acknowledge that, if Commission consents, transfer of control must be completed within 45 days of date of consent ommission must be notified by letter within 10 days of consummation?  CATION: Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FC 301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a convection state and the attached exhibits pertinent to Part III are a material part hereof and are incorporated herein as if set out less that all the statements made in Part III of this application are true, complete and correct to the best of his (her) knowledge and its estatements made on this application are punishable by fine and imprisonment (U.S. Code, Title 18, Section 1001) and cense or construction permit (U.S. Code, Title 47, Section 312(a)(1)) and or forfeiture (U.S. Code, Title 47, Section 503) inted Name of Transferee  Signature  Title (Office Held by Person Signing)  Executive Vice President,	transferee represent that the information given in Part III of this application is true and correct, including any contracts or other ments submitted, and that said information and contracts (if any) constitute the full agreement?  X transferee acknowledge that, if Commission consents, transfer of control must be completed within 45 days of date of consent commission must be notified by letter within 10 days of consummation?  X CATION: Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits in 301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled subsective represents that all the attached exhibits pertinent to Part III are a material part hereof and are incorporated herein as if set out in full in this ages that all the statements made in Part III of this application are true, complete and correct to the best of his (her) knowledge and belief.  It is statements made on this application are punishable by fine and imprisonment (U.S. Code, Title 18, Section 1001) and/or revocations or construction permit (U.S. Code, Title 47, Section 312(a)(1)) and or forfeiture (U.S. Code, Title 47, Section 503).  Intel Name of Transferee  Signature  Title (Office Held by Person Signing)  Date  AUG